

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. Grace & Co., et al.,

Debtors.

Chapter 11

Case No. 01-01139 (JKF)

Jointly Administered

Hearing Date: To be determined

Objection Date: March 4, 2009 at 4:00 p.m.

**EIGHTY-FOURTH MONTHLY FEE APPLICATION OF DUANE MORRIS LLP FOR
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD FROM JANUARY 1, 2009 THROUGH JANUARY 31, 2009**

Name of Applicant

Duane Morris LLP

Authorized to Provide
Professional Services to:

**Official Committee of
Unsecured Creditors**

Date of Retention:

April 17, 2001

Period for which compensation and
reimbursement is sought

**January 1, 2009 through
January 31, 2009**

Amount of Compensation sought as
actual, reasonable and necessary:

\$47,975.00 (80% \$38,380.00)

Amount of Expense Reimbursement sought
as actual, reasonable and necessary:

\$828.47

This is an: ☒ monthly ☐ interim ☐ final application.

This is the Eighty-Fourth monthly fee application of Duane Morris LLP.

PRIOR APPLICATIONS FILED

| Date Filed | Period Covered | Requested | | Approved for Payment | |
|--|-----------------------|------------------|-----------------|-----------------------------|-----------------|
| | | Fees | Expenses | Fees | Expenses |
| August 30, 2001 | 7/1/01-7/31/01 | \$9,490.50 | \$1209.90 | \$7,592.40 | \$1,209.90 |
| February 5, 2002 (combined 2 nd and 3 rd applications) | 8/1/01 – 9/30/01 | \$12,885.00 | \$7,903.44 | \$10,308.00 | \$7,903.44 |
| February 11, 2002 (combined 4 th , 5 th and 6 th applications) | 10/1/01 – 12/31/01 | \$17,349.50 | \$3,436.30 | \$13,879.60 | \$3,436.30 |
| March 28, 2002 | 1/1/02–1/31/02 | \$13,454.50 | \$776.18 | \$10,763.60 | \$776.18 |
| May 16, 2002 | 2/2/02–2/28/02 | \$16,428.50 | \$3,859.31 | \$13,142.80 | \$3,859.31 |
| May 16, 2002 | 3/1/02-3/31/02 | \$8,876.50 | \$478.10 | \$7,101.20 | \$478.10 |
| August 28, 2002 | 4/1/02 – 6/30/02 | \$50,323.00 | \$4,181.96 | \$40,258.40 | \$4,181.96 |
| October 24, 2002 | 7/1/02 – 9/30/02 | \$89,953.00 | \$8,038.01 | \$89,652.00 | \$8,038.01 |
| March 28, 2003 | 10/1/02 – 12/31/02 | \$61,880.50 | \$3,757.47 | \$61,880.50 | \$3,757.47 |
| March 31, 2003 | 1/1/03 – 1/31/03 | \$9,834.00 | \$1,066.57 | \$7,867.20 | \$1,066.57 |
| March 31, 2003 | 2/1/03 – 2/28/03 | \$12,454.00 | \$96.87 | \$9,963.20 | \$96.87 |
| June 18, 2003 | 3/1/03 – 3/31/03 | \$10,612.90 | \$252.18 | \$8,490.32 | \$252.18 |
| June 19, 2003 | 4/1/03 - 4/30/03 | \$13,689.00 | \$2,335.98 | \$10,951.20 | \$2,335.98 |
| July 21, 2003 | 5/1/03 - 5/31/03 | \$11,483.00 | \$697.27 | \$9,186.40 | \$697.27 |

| | | Requested | | Approved for Payment | |
|--------------------|--------------------|-------------|------------|----------------------|------------|
| Date Filed | Period Covered | Fees | Expenses | Fees | Expenses |
| September 18, 2003 | 6/1/03 - 6/30/03 | \$7,691.50 | \$756.70 | \$6,153.20 | \$756.70 |
| September 18, 2003 | 7/1/03 - 7/31/03 | \$14,784.00 | \$87.89 | \$11,827.20 | \$87.89 |
| September 18, 2003 | 8/1/03 - 8/31/03 | \$10,760.00 | \$1.50 | \$8,608.00 | \$1.50 |
| October 20, 2003 | 9/1/03 - 9/30/03 | \$14,496.50 | \$262.21 | \$11,597.20 | \$262.21 |
| January 29, 2004 | 10/1/03 - 10/31/03 | \$31,068.50 | \$342.06 | \$24,854.80 | \$342.06 |
| January 29, 2004 | 11/1/03 - 11/30/03 | \$13,101.50 | \$193.46 | \$10,481.20 | \$193.46 |
| January 29, 2004 | 12/1/03 - 12/30/03 | \$20,454.50 | \$221.26 | \$16,363.60 | \$221.26 |
| June 22, 2004 | 1/1/04 - 1/31/04 | \$22,612.50 | \$872.84 | \$18,090.00 | \$872.84 |
| June 22, 2004 | 2/1/04 - 2/29/04 | \$11,260.50 | \$489.46 | \$9,008.40 | \$489.46 |
| June 22, 2004 | 3/1/04 - 3/31/04 | \$11,766.00 | \$16.05 | \$9,412.80 | \$16.05 |
| June 28, 2004 | 4/1/04 - 4/30/04 | \$16,984.50 | \$980.26 | \$13,587.60 | \$980.26 |
| June 30, 2004 | 5/1/04 - 5/31/04 | \$32,817.00 | \$2,190.53 | \$26,253.60 | \$2,190.53 |
| July 30, 2004 | 6/1/04 - 6/30/04 | \$27,416.50 | \$738.78 | \$21,933.20 | \$738.78 |
| August 25, 2004 | 7/1/04 - 7/31/04 | \$19,040.00 | \$201.17 | \$15,232.00 | \$201.17 |
| September 23, 2004 | 8/1/04 - 8/31/04 | \$18,098.50 | \$383.56 | \$14,478.80 | \$383.56 |
| October 20, 2004 | 9/1/04 - 9/30/04 | \$18,370.50 | \$198.58 | \$14,696.40 | \$198.58 |

| | | Requested | | Approved for Payment | |
|--------------------|--------------------|-------------|------------|----------------------|------------|
| Date Filed | Period Covered | Fees | Expenses | Fees | Expenses |
| November 19, 2004 | 10/1/04 – 10/31/04 | \$26,153.50 | \$228.76 | \$20,922.80 | \$228.76 |
| December 17, 2004 | 11/1/04 – 11/30/04 | \$33,416.50 | \$9,327.54 | \$26,733.20 | \$9,327.54 |
| January 18, 2005 | 12/1/05 - 12/31/05 | \$40,701.00 | \$563.95 | \$32,560.80 | \$563.95 |
| March 3, 2005 | 1/1/05 – 1/31/05 | \$41,319.50 | \$2,508.99 | \$33,055.60 | \$2,508.99 |
| March 21, 2005 | 2/1/05 – 2/28/05 | \$19,744.50 | \$176.37 | \$15,795.60 | \$176.37 |
| April 22, 2005 | 3/1/05 – 3/31/05 | \$17,413.00 | \$1,001.41 | \$13,030.40 | \$1,001.41 |
| May 24, 2005 | 4/1/05 – 4/30/05 | \$12,196.00 | \$41.50 | \$9,756.80 | \$41.50 |
| June 20, 2005 | 5/1/05- 5/30/05 | \$17,670.50 | \$421.11 | \$14,136.40 | \$421.11 |
| July 21, 2005 | 6/1/05- 6/30/05 | \$15,429.99 | \$685.78 | \$12,343.20 | \$685.78 |
| August 30, 2005 | 7/1/05- 7/31/05 | \$26,044.50 | \$1,766.47 | \$20,835.60 | \$1,766.47 |
| September 30, 2005 | 8/1/05- 8/31/05 | \$15,111.00 | \$436.15 | \$12,088.80 | \$436.15 |
| October 20, 2005 | 9/1/05 – 9/30/05 | \$13,118.50 | \$731.74 | \$10,494.80 | \$731.74 |
| November 18, 2005 | 10/1/05- 10/31/05 | \$18,014.00 | \$40.22 | \$14,411.20 | \$40.22 |
| December 19, 2005 | 11/1/05 – 11/30/05 | \$13,114.00 | \$365.64 | \$12,893.90 | \$365.64 |
| February 6, 2006 | 12/1/05 – 12/31/05 | \$20,159.00 | \$1,871.84 | | |

| Date Filed | Period Covered | Requested | | Approved for Payment | |
|-------------------|--------------------|-------------|------------|----------------------|------------|
| | | Fees | Expenses | Fees | Expenses |
| March 2, 2006 | 1/1/06 – 1/28/06 | \$21,157.40 | \$517.90 | \$16,930.00 | \$517.90 |
| March 13, 2006 | 2/1/06 – 2/28/06 | \$11,268.50 | \$0.00 | \$9,014.80 | \$0.00 |
| April 28, 2006 | 3/1/06 – 3/31/06 | \$15,309.50 | \$424.79 | \$12,247.60 | \$424.79 |
| May 30, 2006 | 4/1/06 – 4/30/06 | \$14,241.50 | \$1,014.93 | \$11,393.20 | \$1,014.93 |
| June 16, 2006 | 5/1/06 – 5/31/06 | \$15,350.50 | \$38.60 | \$12,280.40 | \$38.60 |
| August 10, 2006 | 6/1/06 – 6/30/06 | \$25,877.00 | \$1,968.78 | \$20,701.60 | \$1,968.78 |
| August 30, 2006 | 7/1/06 – 7/31/06 | \$27,754.00 | \$260.05 | 27,754.00 | \$260.05 |
| October 6, 2006 | 8/1/06 – 8/31/06 | \$32,699.50 | \$235.27 | \$32,699.50 | \$235.27 |
| October 30, 2006 | 9/1/06 – 9/30/06 | \$29,511.50 | \$1,537.45 | \$26,511.50 | \$1,537.45 |
| November 30, 2006 | 10/1/06 – 10/31/06 | \$22,550.50 | \$360.17 | \$22,550.50 | \$360.17 |
| January 8, 2007 | 11/1/06 – 11/30/06 | \$52,715.50 | \$462.28 | \$52,715.50 | \$462.28 |
| February 1, 2007 | 12/1/06 – 12/31/06 | \$36,411.00 | \$628.30 | \$36,411.00 | \$208.95 |
| February 28, 2007 | 1/1/07 – 1/31/07 | \$39,970.50 | \$770.49 | \$39,970.50 | \$770.49 |
| April 13, 2007 | 2/1/07 – 2/28/07 | \$23,416.00 | \$81.51 | \$23,416.00 | \$81.51 |
| May 1, 2007 | 3/1/07 – 3/31/07 | \$20,408.50 | \$110.79 | \$20,408.50 | \$110.79 |

| Date Filed | Period Covered | Requested | | Approved for Payment | |
|-----------------------------|--------------------|-------------|-------------|----------------------|-------------|
| | | Fees | Expenses | Fees | Expenses |
| July 13, 2007 | 4/1/07 – 4/30/07 | \$17,098.00 | \$677.86 | \$20,408.50 | \$110.79 |
| July 13, 2007 | 5/1/07 – 5/31/07 | \$20,049.00 | \$7,553.02 | \$20,049.00 | \$7,553.02 |
| July 31, 2007 | 6/1/07 – 6/30/07 | \$22,710.50 | \$1,017.52 | \$22,710.50 | \$1,017.52 |
| October 1, 2007 | 7/1/07 – 7/31/07 | \$43,373.50 | \$1,544.99 | \$34,698.80 | \$1,544.99 |
| October 1, 2007 | 8/1/07 – 8/31/07 | \$23,739.50 | \$1,306.17 | 18,991.60 | \$1,306.17 |
| October 30, 2007 | 9/1/07 – 9/30/07 | \$36,004.00 | \$48.39 | \$28,803.20 | \$48.39 |
| December 3, 2007 | 10/1/07 – 10/31/07 | \$28,085.50 | \$3,244.17 | \$22,468.40 | \$3,244.17 |
| January 3, 2008 | 11/1/07 – 11/30/07 | \$29,455.00 | \$860.54 | \$23,564.00 | \$860.54 |
| January 29, 2008 | 12/1/07 – 12/31/07 | \$49,823.00 | \$505.80 | \$47,689.06 | \$505.80 |
| March 10, 2008 ¹ | 1/1/08 – 2/29/08 | \$58,572.80 | \$10,713.36 | \$46,858.24 | \$10,713.36 |
| May 1, 2008 | 3/1/08 – 3/31/08 | \$50,913.00 | \$1,171.03 | \$50,301.80 | \$1,171.03 |
| May 21, 2008 | 4/1/08 – 4/30/08 | \$84,772.50 | \$1,770.07 | \$67,778.00 | \$1,770.07 |
| June 27, 2008 | 5/1/08 – 5/31/08 | \$23,242.00 | \$1,913.97 | \$18,593.60 | \$1,913.97 |
| July 28, 2008 | 6/1/08 – 6/30/08 | \$28,668.00 | \$888.00 | \$22,934.40 | \$888.00 |

¹ The title of this Application [D.I. 18254] states that the fee application was for the period January 1, 2008 through January 31, 2008, when it should have identified the period as January 1, 2008 through February 29, 2008.

| Date Filed | Period Covered | Requested | | Approved for Payment | |
|-------------------|--------------------|-------------|------------|----------------------|------------|
| | | Fees | Expenses | Fees | Expenses |
| August 28, 2008 | 7/1/08 – 7/31/08 | \$30,341.50 | \$183.79 | \$24,273.20 | \$183.79 |
| October 13, 2008 | 8/1/08 – 8/31/08 | \$21,406.50 | \$2,380.26 | \$17,125.20 | \$2,380.26 |
| November 12, 2008 | 9/1/08 – 9/30/08 | \$25,857.00 | \$784.16 | Pending | Pending |
| November 18, 2008 | 10/1/08 – 10/31/08 | \$30,909.00 | \$2,724.44 | \$24,727.20 | \$2,724.44 |
| December 30, 2008 | 11/1/08 – 11/30/08 | \$14,479.00 | \$238.13 | \$11,583.20 | \$238.13 |
| February 3, 2009 | 12/1/08 – 12/31/08 | \$32,930.00 | \$825.68 | Pending | Pending |

SUMMARY OF COMPENSABLE TIME

| Name of Professional Person | Position of the Applicant/No. of Years in Position | Hourly Billing Rate | Total Billed Hours | Total Compensation |
|------------------------------------|---|----------------------------|---------------------------|---------------------------|
| William S. Katchen | Of Counsel/41 years | \$755.00 | 53.0 | \$40,015.00 |
| Michael R. Lastowski | Partner/27 years | \$675.00 | 9.8 | \$6,615.00 |
| Beth A. Gruppo | Paralegal | \$290.00 | 0.8 | \$232.00 |
| Andrea K. Guldalian | Paralegal | \$230.00 | 0.2 | \$46.00 |
| Elizabeth M. O'Byrne | Paralegal | \$220.00 | 4.4 | \$968.00 |
| Stacey Tate | Legal Assistant | \$165.00 | 0.6 | \$99.00 |

Total Fees: \$47,975.00
Total Hours: 68.80

COMPENSATION SUMMARY BY TASK CODE

| Project Category | Total Hours | Total Fees |
|--|--------------------|--------------------|
| Case Administration (04) | 5.0 | \$1,350.50 |
| Claim Analysis Objection Resolution and Estimation (Asbestos) (05) | 3.6 | \$2,430.00 |
| Committee (All – Creditors', Noteholders', Equity Holders) (07) | 13.6 | \$10,268.00 |
| Fee Applications, Applicant (12) | 1.3 | \$286.00 |
| Hearings (15) | 2.4 | \$1,620.00 |
| Plan and Disclosure Statement (17) | 2.4 | \$1,620.00 |
| Relief from Stay Proceedings (18) | .9 | \$607.50 |
| Tax Issues (19) | 39.60 | \$29,793.00 |
| TOTAL | 68.80 | \$38,380.00 |

EXPENSE SUMMARY

| Expense Category | Provider | Total Expenses |
|---------------------------------|------------------|-----------------------|
| Overnight Mail | Federal Express | \$21.05 |
| Printing & Duplicating-External | Parcels, Inc. | \$526.32 |
| Printing & Duplicating-Internal | Duane Morris LLP | \$65.10 |
| Telephonic Court Appearance MRL | CourtCall | \$109.50 |
| Travel Away From Home | N/A | \$106.50 |
| TOTAL | | \$828.47 |

WHEREFORE, Duane Morris LLP respectfully requests that, for the period January 1, 2009 through January 31, 2009, an interim allowance be made to Duane Morris LLP for compensation in the amount of \$38,380.00 (80% of allowed fees) and \$828.47 for reimbursement of expenses be authorized, and for such other and further relief as this Court may deem just and proper.

Dated: February 11, 2009
Wilmington, Delaware


Michael R. Lastowski (DE 3892)
Richard W. Riley (DE 4052)
DUANE MORRIS LLP
1100 North Market Street, Suite 1200
Wilmington, DE 19801
Telephone: (302) 657-4900
E-mail: mlastowski@duanemorris.com
rwiley@duanemorris.com
Co-Counsel to the Official Committee of Unsecured Creditors

Exhibit A

Duane Morris
February 6, 2009
Page 2

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| DATE | TASK | TIMEKEEPER | | HOURS | VALUE |
|-----------|------|--------------|---|-------|----------|
| 1/5/2009 | 004 | ST TATE | SCAN AND EFILE RESPONSE OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS TO THE PLAN PROPOSERS' DESIGNATION OF CONFIRMATION ISSUES | 0.30 | \$49.50 |
| 1/6/2009 | 004 | EM O'BYRNE | DOWNLOAD DAILY DOCKET AND FORWARD TO W KATCHEN | 0.20 | \$44.00 |
| 1/6/2009 | 004 | ST TATE | DRAFT CERTIFICATE OF SERVICE FOR THE RESPONSE OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS TO THE PLAN PROPOSERS' DESIGNATION OF CONFIRMATION ISSUES. SCAN AND EFILE CERTIFICATE OF SERVICE | 0.30 | \$49.50 |
| 1/8/2009 | 004 | BA GRUPPO | RECEIPT & REVIEW OF ONLINE WWW SUBSCRIPTIONS -- COPYING OF ASBESTOS-RELATED ITEMS AS REQUESTED AND FORWARDING SAME TO W.KATCHEN | 0.10 | \$29.00 |
| 1/8/2009 | 004 | EM O'BYRNE | DOWNLOAD DOCKET SHEET AND VARIOUS DOCUMENTS FROM COURT SITE FOR MR. KATCHEN'S REVIEW | 0.60 | \$132.00 |
| 1/9/2009 | 004 | BA GRUPPO | RECEIPT & REVIEW OF ONLINE WWW SUBSCRIPTIONS -- COPYING OF ASBESTOS-RELATED ITEMS AS REQUESTED AND FORWARDING SAME TO W.KATCHEN | 0.10 | \$29.00 |
| 1/9/2009 | 004 | EM O'BYRNE | DOWNLOAD DAILY DOCKET AND FORWARD TO W KATCHEN | 0.20 | \$44.00 |
| 1/12/2009 | 004 | EM O'BYRNE | DOWNLOAD DAILY DOCKET AND FORWARD TO W KATCHEN | 0.20 | \$44.00 |
| 1/13/2009 | 004 | EM O'BYRNE | DOWNLOAD DAILY DOCKET AND FORWARD TO W KATCHEN | 0.20 | \$44.00 |
| 1/14/2009 | 004 | BA GRUPPO | RECEIPT & REVIEW OF ONLINE WWW SUBSCRIPTIONS -- COPYING OF ASBESTOS-RELATED ITEMS AS REQUESTED AND FORWARDING SAME TO W.KATCHEN | 0.10 | \$29.00 |
| 1/14/2009 | 004 | EM O'BYRNE | DOWNLOAD DOCKET AND DOCUMENTS AND FORWARD TO W KATCHEN | 0.30 | \$66.00 |
| 1/15/2009 | 004 | BA GRUPPO | RECEIPT & REVIEW OF ONLINE WWW SUBSCRIPTIONS -- COPYING OF ASBESTOS-RELATED ITEMS AS REQUESTED AND FORWARDING SAME TO W.KATCHEN | 0.10 | \$29.00 |
| 1/15/2009 | 004 | EM O'BYRNE | DOWNLOAD DOCKET AND FORWARD TO W KATCHEN | 0.20 | \$44.00 |
| 1/15/2009 | 004 | MR LASTOWSKI | REVIEW OBJECTIONS TO CASE MANAGEMENT ORDER | 0.50 | \$337.50 |

Duane Morris
 February 6, 2009
 Page 3

File # K0248-00001
 W.R. GRACE & CO.

INVOICE # 1453990

| DATE | TASK | TIMEKEEPER | HOURS | VALUE |
|---------------|------------|---|-------|------------|
| 1/16/2009 004 | BA GRUPPO | RECEIPT & REVIEW OF ONLINE WWW SUBSCRIPTIONS -- COPYING OF ASBESTOS-RELATED ITEMS AS REQUESTED AND FORWARDING SAME TO W.KATCHEN | 0.10 | \$29.00 |
| 1/16/2009 004 | EM O'BYRNE | DOWNLOAD DAILY BANKRUPTCY DOCKET AND FORWARD TO W KATCHEN | 0.20 | \$44.00 |
| 1/20/2009 004 | EM O'BYRNE | DOWNLOAD DAILY DOCKET AND SEVERAL REQUESTED DOCUMENTS AND FORWARD TO W KATCHEN PURSUANT TO HIS REQUEST | 0.60 | \$132.00 |
| 1/21/2009 004 | BA GRUPPO | RECEIPT & REVIEW OF ONLINE WWW SUBSCRIPTIONS -- COPYING OF ASBESTOS-RELATED ITEMS AS REQUESTED AND FORWARDING SAME TO W.KATCHEN | 0.10 | \$29.00 |
| 1/21/2009 004 | EM O'BYRNE | DOWNLOAD DAILY DOCKET AND FORWARD TO W KATCHEN | 0.20 | \$44.00 |
| 1/22/2009 004 | BA GRUPPO | RECEIPT & REVIEW OF ONLINE WWW SUBSCRIPTIONS -- COPYING OF ASBESTOS-RELATED ITEMS AS REQUESTED AND FORWARDING SAME TO W.KATCHEN | 0.10 | \$29.00 |
| 1/28/2009 004 | BA GRUPPO | RECEIPT & REVIEW OF ONLINE WWW SUBSCRIPTIONS -- COPYING OF ASBESTOS-RELATED ITEMS AS REQUESTED AND FORWARDING SAME TO W.KATCHEN | 0.10 | \$29.00 |
| 1/30/2009 004 | EM O'BYRNE | DOWNLOAD DAILY DOCKET SHEET AND FORWARD TO W KATCHEN | 0.20 | \$44.00 |
| | | Code Total | 5.00 | \$1,350.50 |

Duane Morris
February 6, 2009
Page 4

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| DATE | TASK | TIMEKEEPER | | HOURS | VALUE |
|------------|------|--------------|--|-------|------------|
| 1/7/2009 | 005 | MR LASTOWSKI | REVIEW EXPERT REPORTS OF FRANK, WHITEHOUSE AND SPEARS | 1.70 | \$1,147.50 |
| 1/8/2009 | 005 | MR LASTOWSKI | REVIEW FILINGS RE: LIBBY DISCOVERY DISPUTES | 0.50 | \$337.50 |
| 1/9/2009 | 005 | MR LASTOWSKI | REVIEW LONGO AND WELSH EXPERT REPORTS | 1.40 | \$945.00 |
| Code Total | | | | 3.60 | \$2,430.00 |

Duane Morris
February 6, 2009
Page 5

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| DATE | TASK | TIMEKEEPER | HOURS | VALUE |
|---------------|------------|--|-------|-------------|
| 1/5/2009 007 | WS KATCHEN | REPLY TO STROOCK ON COMMITTEE RESPONSE | 0.20 | \$151.00 |
| 1/11/2009 007 | WS KATCHEN | RESEARCH TO RECONCILE PLAN OBJECTIONS WITH 3D CIR - PREPARE FOR MEETING COMMITTEE MEMBERS | 3.30 | \$2,491.50 |
| 1/12/2009 007 | WS KATCHEN | ADDITIONAL PREPARATION FOR MEETING WITH COMMITTEE MEMBERS JAN. 13, 2009 RE: PLAN ISSUES | 2.50 | \$1,887.50 |
| 1/12/2009 007 | WS KATCHEN | REVIEW UST OBJECTION TO PLAN | 0.10 | \$75.50 |
| 1/13/2009 007 | WS KATCHEN | ADDITIONAL PREPARATION FOR MEETING WITH COMMITTEE MEMBERS | 0.80 | \$604.00 |
| 1/13/2009 007 | WS KATCHEN | UPDATE STATUS CASE - COMMITTEE MEMBER | 0.40 | \$302.00 |
| 1/13/2009 007 | WS KATCHEN | REPORT ON CASE STATUS TO COMMITTEE MEMBERS | 0.30 | \$226.50 |
| 1/13/2009 007 | WS KATCHEN | TELEPHONE CONFERENCE WITH STROOCK | 0.10 | \$75.50 |
| 1/13/2009 007 | WS KATCHEN | ADDITIONAL RESEARCH - PREEMPTION ISSUE | 0.90 | \$679.50 |
| 1/13/2009 007 | WS KATCHEN | ADDITIONAL RESEARCH - IMPAIRMENT ISSUE 1123(D); 1123(A). | 1.60 | \$1,208.00 |
| 1/14/2009 007 | WS KATCHEN | PREPARE FOR COMMITTEE MEETING | 1.80 | \$1,359.00 |
| 1/15/2009 007 | WS KATCHEN | REVIEW LAW FIRMS (I) JOINDER IN OBJECTIONS OF "MMWR" FIRMS (II) OPPOSITION TO MOTION TO COMPEL ANSWERS TO ROGS | 0.60 | \$453.00 |
| 1/15/2009 007 | WS KATCHEN | PREPARE FOR COMMITTEE MEETING | 0.60 | \$453.00 |
| 1/21/2009 007 | WS KATCHEN | CONFERENCE CALL STROOCK MEETING OF THE COMMITTEE | 0.40 | \$302.00 |
| Code Total | | | 13.60 | \$10,268.00 |

Duane Morris
February 6, 2009
Page 6

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| DATE | TASK | TIMEKEEPER | HOURS | VALUE |
|------------|------|------------|--|---------------|
| 1/15/2009 | 012 | EM O'BYRNE | BEGIN DRAFTING DM'S EIGHTY-THIRD MONTHLY FEE APPLICATION | 0.50 \$110.00 |
| 1/21/2009 | 012 | EM O'BYRNE | PUT DM'S EIGHTY-THIRD FEE APPLICATION IN FINAL FORM (.5); PREPARE CERTIFICATE OF SERVICE (.3) | 0.80 \$176.00 |
| Code Total | | | 1.30 | \$286.00 |

Duane Morris
February 6, 2009
Page 7

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| DATE | TASK | TIMEKEEPER | HOURS | VALUE |
|---------------|--------------|--|-------|------------|
| 1/26/2009 015 | MR LASTOWSKI | ATTEND OMNIBUS HEARING (TELEPHONICALLY) | 1.00 | \$675.00 |
| 1/26/2009 015 | MR LASTOWSKI | REVIEW ITEMS IDENTIFIED IN AGENDA FOR 1/26/09 HEARING | 1.40 | \$945.00 |
| | | Code Total | 2.40 | \$1,620.00 |

Duane Morris
February 6, 2009
Page 8

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| DATE | TASK | TIMEKEEPER | HOURS | VALUE |
|------------|------|--------------|---|---------------|
| 1/5/2009 | 017 | MR LASTOWSKI | E-MAIL FROM A. KRIEGER RE: COMMITTEE RESPONSE TO PLAN PROPOSERS DESIGNATION OF ISSUES | 0.10 \$67.50 |
| 1/5/2009 | 017 | MR LASTOWSKI | REVIEW AND SIGN COMMITTEE RESPONSE TO PLAN PROPOSERS' DESIGNATION OF CONFIRMATION ISSUES | 0.10 \$67.50 |
| 1/7/2009 | 017 | MR LASTOWSKI | REVIEW PRELIMINARY OBJECTION OF COLUMBIA INSURANCE TO DEBTORS' PLAN | 0.40 \$270.00 |
| 1/7/2009 | 017 | MR LASTOWSKI | REVIEW PRELIMINARY OBJECTION OF SEATON INSURANCE TO DEBTORS' PLAN | 0.20 \$135.00 |
| 1/7/2009 | 017 | MR LASTOWSKI | REVIEW PRELIMINARY OBJECTION OF TRAVELER'SN INSURANCE TO DEBTORS' PLAN | 0.30 \$202.50 |
| 1/7/2009 | 017 | MR LASTOWSKI | REVIEW PRELIMINARY OBJECTION OF ROYAL INSURANCE INSURANCE TO DEBTORS' PLAN | 0.20 \$135.00 |
| 1/7/2009 | 017 | MR LASTOWSKI | REVIEW PRELIMINARY OBJECTION OF AXA TO DEBTORS' PLAN | 0.10 \$67.50 |
| 1/7/2009 | 017 | MR LASTOWSKI | REVIEW PRELIMINARY OBJECTION OF ALLSTATE TO DEBTORS' PLAN | 0.30 \$202.50 |
| 1/7/2009 | 017 | MR LASTOWSKI | REVIEW PRELIMINARY OBJECTION OF ZURICHTO DEBTORS' PLAN | 0.20 \$135.00 |
| 1/7/2009 | 017 | MR LASTOWSKI | REVIEW PRELIMINARY OBJECTION OF CNA TO DEBTORS' PLAN | 0.40 \$270.00 |
| 1/29/2009 | 017 | MR LASTOWSKI | REVIEW, SIGN AND SERVE DISCOVERY REQUESTS ADDRESSED TO DEBTORS | 0.10 \$67.50 |
| Code Total | | | 2.40 | \$1,620.00 |

Duane Morris
February 6, 2009
Page 9

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| <u>DATE</u> | <u>TASK</u> | <u>TIMEKEEPER</u> | <u>HOURS</u> | <u>VALUE</u> |
|-------------|-------------|-------------------|---|---------------|
| 1/16/2009 | 018 | MR LASTOWSKI | ANALYSIS OF KANEG PIPE LINE'S MOTION FOR RELIEF FROM THE AUTOMATIC STAY | 0.90 \$607.50 |
| | | | Code Total | 0.90 \$607.50 |

Duane Morris
February 6, 2009
Page 10

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| DATE | TASK | TIMEKEEPER | HOURS | VALUE |
|-----------|------|------------|--|-----------------|
| 1/5/2009 | 025 | WS KATCHEN | REVIEW LIBBY CLAIMANT'S MOTION TO COMPEL RESPONSE ON TDP TREATMENT | 0.30 \$226.50 |
| 1/5/2009 | 025 | WS KATCHEN | REVIEW EXPERT REPORTS - LIBBY CLAIMANTS - DR. FRANK | 0.40 \$302.00 |
| 1/5/2009 | 025 | WS KATCHEN | REVIEW EXPERT REPORTS - LIBBY CLAIMANTS - DR. SPEAR | 0.90 \$679.50 |
| 1/5/2009 | 025 | WS KATCHEN | REVIEW EXPERT REPORTS - LIBBY CLAIMANTS DR. WHITEHOUSE | 1.70 \$1,283.50 |
| 1/5/2009 | 025 | WS KATCHEN | REVIEW PLAN PROPONENTS DESIGNATION OF CONFIRMATION ISSUES | 0.20 \$151.00 |
| 1/6/2009 | 025 | WS KATCHEN | DOCKET REVIEW (.2) | 0.20 \$151.00 |
| 1/6/2009 | 025 | WS KATCHEN | RESEARCH ON PLAN ISSUE | 0.70 \$528.50 |
| 1/6/2009 | 025 | WS KATCHEN | REVIEW TRAVELER'S CASUALTY OBJECTION TO PLAN | 0.20 \$151.00 |
| 1/6/2009 | 025 | WS KATCHEN | REVIEW OBJECTION BY US TO CLASS A/C ZAI SETTLEMENT | 0.10 \$75.50 |
| 1/6/2009 | 025 | WS KATCHEN | REVIEW OBJECTION TO CNA TO PLAN | 0.80 \$604.00 |
| 1/6/2009 | 025 | WS KATCHEN | REVIEW NOTICE OF AGENDA | 0.10 \$75.50 |
| 1/6/2009 | 025 | WS KATCHEN | PRELIMINARY RESEARCH ON PLAN ISSUES | 1.70 \$1,283.50 |
| 1/6/2009 | 025 | WS KATCHEN | REVIEW PRELIMINARY OBJECTIONS TO PLAN, (I) ALL STATE INSURANCE, (II) ZORIDA INSURANCE AND MARYLAND CASUALTY CO., (III) FIREMAN'S FUND INSURANCE, (IV) AXA BELGIUM, (V) BNSF RY, (VI) SEATON INSURANCE, (VII) COLOMBIA INSURANCE & GEICO AND (IX) LONDON MARKET | 1.00 \$755.00 |
| 1/7/2009 | 025 | WS KATCHEN | RESEARCH ON PLAN ISSUE RAISED BY INSURED, 385 BR 560 (BANKR. D. DEL. 2008) | 0.80 \$604.00 |
| 1/8/2009 | 025 | WS KATCHEN | ADDITIONAL RESEARCH ON PLAN ISSUES | 2.40 \$1,812.00 |
| 1/9/2009 | 025 | WS KATCHEN | REVIEW STATES ORDER ALLOWING INSURERS AND STATE OF MONTANA ACCESS TO CONFIDENTIAL MATERIALS | 0.20 \$151.00 |
| 1/12/2009 | 025 | WS KATCHEN | EMAIL TO STROOCK RE: RESEARCH TO RECONCILE OPINIONS ON UNSEALING PRIVILEGED COMMUNICATIONS - 2008 U.S.D. LEXIS 105492 (DEC. 31, 2008) | 0.40 \$302.00 |
| 1/12/2009 | 025 | WS KATCHEN | REVIEW AUTHORITIES CITED BY US TRUSTEE | 0.50 \$377.50 |

Duane Morris
February 6, 2009
Page 11

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| DATE | TASK | TIMEKEEPER | HOURS | VALUE |
|-----------|------|------------|--|-----------------|
| 1/12/2009 | 025 | WS KATCHEN | REVIEW JOINDER OF MOTLEY RICE IN OBJECTION TO LIBBY CLAIMANTS AND SUPPORTING AFFIDAVIT OF JOHN HENRICH | 0.20 \$151.00 |
| 1/12/2009 | 025 | WS KATCHEN | UPDATE DOCKET REVIEW | 0.20 \$151.00 |
| 1/12/2009 | 025 | WS KATCHEN | RESEARCH TO RECONCILE OPINION ON UNSEALING PRIVILEGED COMMUNICATIONS -N 2008 U.S.D. LEXIS 105492 (DEC. 31, 2008) | 0.60 \$453.00 |
| 1/14/2009 | 025 | WS KATCHEN | REVIEW BANK GROUP OBJECTION TO PROPOUND AMENDMENTS TO CMO | 0.20 \$151.00 |
| 1/14/2009 | 025 | WS KATCHEN | REVIEW DEBTOR'S PROPOUND CMO AMENDMENTS | 0.20 \$151.00 |
| 1/14/2009 | 025 | WS KATCHEN | TELEPHONE CONFERENCE WITH L. KRUGER - CASE STATUS | 0.20 \$151.00 |
| 1/15/2009 | 025 | WS KATCHEN | REVIEW DEBTORS' RESPONSE | 0.10 \$75.50 |
| 1/15/2009 | 025 | WS KATCHEN | REVIEW MMWR FIRMS RESPONSE AND OBJECTION TO LIBBY CLAIMANTS | 0.20 \$151.00 |
| 1/15/2009 | 025 | WS KATCHEN | REVIEW ACC RESPONSE | 0.20 \$151.00 |
| 1/15/2009 | 025 | WS KATCHEN | ATTENTION TO INSURER'S PLAN CONFIRMATION ISSUES - RECONCILIATION TO RELATED CASES ON PREEMPTION ISSUE | 2.80 \$2,114.00 |
| 1/15/2009 | 025 | WS KATCHEN | REVIEW CAPSTONE 3Q REPORT | 0.40 \$302.00 |
| 1/15/2009 | 025 | WS KATCHEN | REVIEW COUNSEL CERT. RE: PRELIMINARY APROVED ZAI CLASS | 0.20 \$151.00 |
| 1/15/2009 | 025 | WS KATCHEN | TELEPHONE CONFERENCE WITH STROOCK RE: SCHEDULING | 0.10 \$75.50 |
| 1/16/2009 | 025 | WS KATCHEN | UPDATE DOCKET | 0.10 \$75.50 |
| 1/16/2009 | 025 | WS KATCHEN | REVIEW OBJECTION KAZAN TO LIBBY CLAIMANTS' ROGS | 0.10 \$75.50 |
| 1/16/2009 | 025 | WS KATCHEN | REVIEW OBJECTION MMWR FIRMS TO LIBBY CLAIMANTS' DOCUMENT REQUEST | 0.20 \$151.00 |
| 1/16/2009 | 025 | WS KATCHEN | REVIEW ACC OPPOSITION TO MOTION BY LIBBY CLAIMANTS | 0.30 \$226.50 |
| 1/16/2009 | 025 | WS KATCHEN | REVIEW ACC RESPONSE TO MOTION FOR DOCUMENTS | 0.10 \$75.50 |
| 1/16/2009 | 025 | WS KATCHEN | PREPARE ANALYSIS OF RE: ALPER HOLDINGS - 2008 WL 5251454 (SDNY) AND TELEPHONE CONFERENCE WITH K. PASQUALE REGARDING SAME | 0.30 \$226.50 |
| 1/16/2009 | 025 | WS KATCHEN | RESEARCH 2008 WL 5251454 (SDNY) FOR LIBBY CLAIMANTS' ISSUE OF PARENT-SUB CERCLA LIABILITY | 0.70 \$528.50 |
| 1/16/2009 | 025 | WS KATCHEN | ADDITIONAL REVIEW INSURER'S PRELIMINARY OBJECTIONS TO CONFIRMATION - ANALYSIS 391 F3D 190 (OPINION - COMBUSTION ENGINEERING) | 2.00 \$1,510.00 |
| 1/20/2009 | 025 | WS KATCHEN | REVIEW AGENDA FOR JANUARY 26, 2009 | 0.10 \$75.50 |

Duane Morris
February 6, 2009
Page 12

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| DATE | TASK | TIMEKEEPER | HOURS | VALUE |
|-----------|------|--------------|---|-----------------|
| 1/20/2009 | 025 | WS KATCHEN | REVIEW DOCKET | 0.10 \$75.50 |
| 1/20/2009 | 025 | WS KATCHEN | REVIEW MOTION BY KANEB PIPE LINE SECTION 362(D) | 0.50 \$377.50 |
| 1/20/2009 | 025 | WS KATCHEN | REVIEW DEBTOR'S MOTION FOR APPROVAL OF 2D AMENDMENT TO SALE ORDER - AICO IRON & METAL | 0.10 \$75.50 |
| 1/20/2009 | 025 | WS KATCHEN | ANALYSIS AUTHORITIES CITED IN KANEB PIPE 362(D) MOTION | 0.90 \$679.50 |
| 1/20/2009 | 025 | WS KATCHEN | ADDITIONAL RESEARCH FOR PLAN OBJECTIONS BY LIBBY, ET AL | 1.10 \$830.50 |
| 1/22/2009 | 025 | WS KATCHEN | ADDITIONAL REVIEW AUTHORITIES ENTERED BY 362(D) MOTION BY KANEB PIPE | 0.90 \$679.50 |
| 1/22/2009 | 025 | WS KATCHEN | UPDATE DOCKET | 0.10 \$75.50 |
| 1/22/2009 | 025 | WS KATCHEN | REVIEW NOTICE OF AGENDA | 0.10 \$75.50 |
| 1/22/2009 | 025 | WS KATCHEN | REVIEW KANEB EXHIBITS FILED WITH MOTION | 0.70 \$528.50 |
| 1/22/2009 | 025 | WS KATCHEN | ANALYSIS PLAN ISSUE RAISED BY BANK GROUP | 0.70 \$528.50 |
| 1/22/2009 | 025 | WS KATCHEN | EMAIL TO STROOCK ON PLAN ISSUE RAISED BY BANK GROUP | 0.10 \$75.50 |
| 1/22/2009 | 025 | WS KATCHEN | UPDATE DANBERT HEARING IN CRIMINAL CASE, EMAIL STROOCK ON DANBERT HEARING | 0.30 \$226.50 |
| 1/22/2009 | 025 | WS KATCHEN | MOTION ZAI CLASS ORDER FOR PRELIMINARY APPROVAL | 0.10 \$75.50 |
| 1/23/2009 | 025 | WS KATCHEN | CONTINUED RESEARCH PLAN ISSUES | 0.90 \$679.50 |
| 1/23/2009 | 025 | WS KATCHEN | TELEPHONE CONFERENCE WITH K. PASQUALE UPDATE ON LIBBY TRIAL | 0.10 \$75.50 |
| 1/24/2009 | 025 | WS KATCHEN | RESEARCH ON LIBBY ISSUE | 3.40 \$2,567.00 |
| 1/26/2009 | 025 | AK GULDALIAN | RESEARCH CONCERNING THIRD CIRCUIT OPINION (W. KATCHEN) | 0.20 \$46.00 |
| 1/26/2009 | 025 | WS KATCHEN | REVIEW 2ND AMENDED CMO | 0.30 \$226.50 |
| 1/26/2009 | 025 | WS KATCHEN | FURTHER RESEARCH ON PLAN ISSUE | 1.60 \$1,208.00 |
| 1/26/2009 | 025 | WS KATCHEN | EMAIL TO K. PASQUALE ON PLAN ISSUE | 0.30 \$226.50 |
| 1/26/2009 | 025 | WS KATCHEN | UPDATE RESEARCH FOR CONFERENCE WITH K. PASQUALE | 0.50 \$377.50 |
| 1/26/2009 | 025 | WS KATCHEN | REVIEW DEBTOR'S ROGS TO KANEB | 0.10 \$75.50 |
| 1/26/2009 | 025 | WS KATCHEN | REVIEW DEBTOR'S ROGS TO OCC | 0.10 \$75.50 |
| 1/27/2009 | 025 | WS KATCHEN | REVIEW CERTIFICATION RE: LIBBY CLAIMANT'S MOTION TO COMPEL | 0.10 \$75.50 |
| 1/27/2009 | 025 | WS KATCHEN | REVIEW DEBTOR'S REQUEST TO LIBBY CLAIMANTS TO PRODUCE DOCUMENTS | 0.10 \$75.50 |
| 1/27/2009 | 025 | WS KATCHEN | DISCOVERY REQUEST BY KIRK WHITE (LIBBY CLAIMANT) DOCUMENTS AND ROGS TO INSURERS AND PLAN PROPONENTS | 0.20 \$151.00 |
| 1/27/2009 | 025 | WS KATCHEN | REVIEW DISCOVERY REQUESTS BY MARY DONEY (LIBBY CLAIMANT) | 0.20 \$151.00 |

Duane Morris
February 6, 2009
Page 13

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| <u>DATE</u> | <u>TASK</u> | <u>TIMEKEEPER</u> | <u>HOURS</u> | <u>VALUE</u> |
|---------------|-------------|---|--------------|--------------|
| 1/27/2009 025 | WS KATCHEN | REVIEW LIBBY CLAIMANTS REQUEST FOR ADMISSIONS TO PLAN PROPOSERS | 0.10 | \$75.50 |
| 1/27/2009 025 | WS KATCHEN | REVIEW CERTIFICATION RE: MARICOPA COUNTY | 0.10 | \$75.50 |
| 1/27/2009 025 | WS KATCHEN | REVIEW DISCOVERY REQUESTS - V. BYINGTON TO PLAN PROPOSERS AND INSURERS | 0.20 | \$151.00 |
| 1/27/2009 025 | WS KATCHEN | ANALYSIS PLAN OBJECTION BASED ON COMBUSTION, ET AL | 1.70 | \$1,283.50 |
| 1/27/2009 025 | WS KATCHEN | FORWARD TO STROOCK | 0.20 | \$151.00 |
| 1/28/2009 025 | WS KATCHEN | PLAN ISSUE | 0.60 | \$453.00 |
| 1/28/2009 025 | WS KATCHEN | REVIEW DOCKET. | 0.20 | \$151.00 |
| 1/29/2009 025 | WS KATCHEN | REVIEW DOCKET | 0.10 | \$75.50 |
| 1/29/2009 025 | WS KATCHEN | REVIEW CNA JOINDER IN DISCOVERY REQUEST | 0.10 | \$75.50 |
| 1/30/2009 025 | WS KATCHEN | LATEST PLAN ISSUE ON CLASSIFICATION AND 524(G) TREATMENT/FORWARD TO STROOCK | 0.40 | \$302.00 |
| Code Total | | | 39.60 | \$29,793.00 |

Duane Morris
February 6, 2009
Page 14

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

TOTAL SERVICES

68.80 \$47,975.00

Duane Morris
February 6, 2009
Page 15

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

| DATE | DISBURSEMENTS | AMOUNT |
|------------|--|----------|
| 1/31/2009 | PRINTING & DUPLICATING - EXTERNAL | 526.32 |
| | Total: | \$526.32 |
| 1/31/2009 | TRAVEL AWAY FROM HOME | 106.50 |
| | Total: | \$106.50 |
| 12/30/2008 | OVERNIGHT MAIL PACKAGE SENT TO STEVE BOSSAYESQUIRE AT WARREN H SMITH & ASSOCIATES - DALLAS, TX FROM ELIZABETH OBYRNE AT DUANE MORRIS LLP - WILMINGTON, DE (TRACKING #798073912080) | 12.08 |
| 12/30/2008 | OVERNIGHT MAIL PACKAGE SENT TO DAVID SIEGELESQUIRE AT WR GRACE - COLUMBIA, MD FROM ELIZABETH OBYRNE AT DUANE MORRIS LLP - WILMINGTON, DE (TRACKING #790638740695) | 8.97 |
| | Total: | \$21.05 |
| 1/26/2009 | MISCELLANEOUS MRL/AMEX FEE AT COURT CALL FOR TELEPHONIC APPEARANCE FOR CLIENT | 109.50 |
| | Total: | \$109.50 |
| 1/31/2009 | PRINTING & DUPLICATING | 65.10 |
| | Total: | \$65.10 |
| | TOTAL DISBURSEMENTS | \$828.47 |

Duane Morris
February 6, 2009
Page 16

File # K0248-00001
W.R. GRACE & CO.

INVOICE # 1453990

TIMEKEEPER

| NO. | NAME | CLASS | HOURS | RATE | VALUE |
|-------|--------------|-----------------|-------|--------|-------------|
| 02394 | MR LASTOWSKI | PARTNER | 9.80 | 675.00 | 6,615.00 |
| 02602 | WS KATCHEN | OF COUNSEL | 53.00 | 755.00 | 40,015.00 |
| 02279 | BA GRUPPO | PARALEGAL | 0.80 | 290.00 | 232.00 |
| 04442 | EM O'BYRNE | PARALEGAL | 4.40 | 220.00 | 968.00 |
| 04410 | AK GULDALIAN | PARALEGAL | 0.20 | 230.00 | 46.00 |
| 05176 | ST TATE | LEGAL ASSISTANT | 0.60 | 165.00 | 99.00 |
| | | | 68.80 | | \$47,975.00 |